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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN JOSE DIVISION**

BANK OF MONTREAL, as Administrative
 Agent,

Plaintiff

v.

SK FOODS, LLC

Defendant.

v.

SK PM CORP. and FREDERICK SCOTT
 SALYER, as Trustee for the Scott Salyer
 Revocable Trust, as well as FREDERICK
 SCOTT SALYER, in his Individual Capacity

Respondents.

Case No. 11-CV-80133 MISC-EJD (HRL)

DECLARATION OF JAMES HEISER IN SUPPORT OF
 MOTION FOR RULE TO SHOW CAUSE WHY
 JUDGMENT SHOULD NOT BE AMENDED TO ADD
 RESPONDENTS AS JUDGMENT DEBTORS

Honorable Edward J. Davilla

Hearing Date: January 13, 2012

Hearing Time: 9:00 a.m.

Place: Robert F. Peckham Federal Building
 280 South 1st Street
 San Jose, CA 95113

DECLARATION OF JAMES HEISER
 11-CV-80133 MISC - EJD (HRL)

Under 28 U.S.C §1746, I, James Heiser, declare as follows:

1. I am an attorney admitted to the Bar of the State of Illinois and to the Trial Bar of that Court. I am an attorney at the law firm of Chapman and Cutler LLP and counsel to Plaintiff Bank of Montreal, as Administrative Agent (the “Agent”) in this matter. I submit this Declaration in support of the Agent’s Motion for Rule to Show Cause Why Judgment Should Not Be Amended to Add Respondents as Judgment Debtors. I have personal knowledge of the facts set forth herein, and, if called to testify, could testify competently thereto.

2. Below are true and correct copies of documents which I obtained from the PACER system of the Courts identified on the following pages, except where otherwise indicated:

	DOCUMENT	BATES NUMBERS
1.	Declaration of Larry Mizera, dated May 11, 2009, filed in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt No. 57]	BMO 000001 - 000013
2.	Amended and Restated Credit Agreement dated September 28, 2007 attached to the Declaration of Lawrence Mizera, in Case No. 09-3479 (N.D. Ill.); [Dkt. No. 28-3]	BMO 000014 - 000143
3.	Government’s Motion Seeking Defendant Frederick Scott Salyer’s Pretrial Detention dated February 25, 2010 (with Exhibits), filed in Case No. 10-CR-00061 (E.D. Cal.); [Dkt. No. 11]	BMO 000144 - 000411
4.	Affidavit of FBI Agent Artley, filed in Case No. 10-CR-00061 (E.D. Cal.); [Dkt. Nos. 11 and 12]	BMO 000412 - 000470
5.	Declaration of Paul Forgue, filed May 11, 2009 (with Exhibits), in Case No. 09-29162 (Bankr. E.D. Cal.); [Dkt. No. 56]	BMO 000471 - 000485
6.	Copy of Collins Privilege Log, filed in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. Nos. 2235-2237]	BMO 000486 - 000546
7.	Copy of the docket in Collins’ criminal case, 01-CR-00224-MJJ-1 (N.D. Cal.) (also filed April 20, 2011; in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 100-6])	BMO 000547 - 000550

1	8.	Copy of the Declaration of Robert Pruett, dated February 20, 2010 (with Exhibits), filed in Case No 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 8-12]	BMO 000551 - 000576
2			
3	9.	Copy of John Matthew Gallegly, dated February 23, 2010, filed in Case No. 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 7-2]	BMO 000577 - 000579
4			
5	10.	Copy of the Declaration of Stefanie Ann Gallegly, dated February 23, 2010, filed in Case No. 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 7-1]	BMO 000580 - 000582
6			
7	11.	Copy of the Hearing Transcript of the February 26, 2010 Criminal Proceedings, filed in Case No. 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 18]	BMO 000583 - 000638
8			
9	12.	Copy of Hearing Transcript of the March 3, 2010 Criminal Proceedings, filed in the filed in Case No. 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 26]	BMO 000639 - 000679
10			
11	13.	Copy of the <i>Company Extract from New Zealand Companies Office</i> , printed June 24, 2011 listing Collins as a director and officer of the New Zealand operations, which I downloaded from the website of the New Zealand Companies Office, http://www.business.govt.nz/companies/ .	BMO 000680 - 000683
12			
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14			
15	14.	November 2, 2009 email from Salyer's accountant to a banker from Westpac Bank, which was produced to BMO by the Chapter 11 Trustee and filed in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 105-6]	BMO 000684 - 000688
16			
17	15.	Copy of the <i>Liquidators' First Report to Creditors</i> , dated May 19, 2010, placing New Zealand companies into "voluntary administration," printed from the website of the New Zealand Companies Office, http://www.business.govt.nz/companies/ .	BMO 000689 - 000704
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21	16.	Declaration of Larry Mizera, filed July 2, 2010, in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 51]	BMO 000705 - 000712
22			
23	17.	Copy of the Installment Note (attached to the Declaration of Larry Mizera) purportedly issued by SK Foods International in 2006, and executed by Salyer on behalf of SK Foods International in favor of his daughters' trusts, which was produced to BMO by the Chapter 11 Trustee and filed July 2, 2010, in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 51-2]	BMO 000713 - 000715
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1	18.	Debt Assignment Agreement (attached to the Declaration of Larry Mizera) filed July 2, 2010, filed in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 51-3]	BMO 000716 - 000719
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3	19.	Memorandum Opinion filed June 1, 2010, in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 1818]	BMO 000720 - 000732
4	20.	April 5, 2010 Findings of Fact and Conclusions of Law regarding Preliminary Injunction, filed in Adv. No. 09-2692, (Bankr. E.D. Cal.); [Dkt. No. 68]	BMO 000733 - 000772
5			
6	21.	Dec. of Christopher Hart In Support of Opposition to Defendants' Supplemental Motion to Stay Adversary Proceedings, filed June 1, 2011 in Adv. No. 10-2014, (Bankr. E.D. Cal.); [Dkt. No. 221]	BMO 000773 - 000784
7			
8			
9	22.	Declaration of Gregory C. Nuti in Support of Opposition to Defendants' Supplemental Motion to Stay Adversary Proceedings, filed June 1, 2011 in Adv. No. 10-2014, (Bankr. E.D. Cal.); [Dkt. No. 222]	BMO 000785 - 000860
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11	23.	SK Foods LLC Bank of the West bank statements from November 1, 2007 through September 30, 2009 (produced by Bank of the West pursuant to subpoena and authenticated at BMO 1287).	BMO 000861 - 000885
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14	24.	Nevada Secretary of State records for SK Foods LLC, printed from the secretary of state's website, http://nvsos.gov/sosentitysearch/corpsearch.aspx .	BMO 000886
15			
16	25.	August 19, 2009 Declaration of Shondale Seymour, filed August 19, 2009 in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 613]	BMO 000887 - 000974
17			
18	26.	FBI Larrick Report, filed July 7, 2010, in Case No. 2: 10-CR-0061, (E.D. Cal.); [Dkt. No. 129-5]	BMO 000975 - 000976
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20	27.	Declaration of Shondale Seymour, filed March 9, 2010, in Adv. No. 10-2014, (Bankr. E.D. Cal.); [Dkt. No. 14]	BMO 000977 - 001066
21			
22	28.	Memorandum Decision, entered October 9, 2009, in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 853]	BMO 001067 - 001088
23	29.	Declaration of Dan Kline, filed August 19, 2009, in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 612]	BMO 001089 - 001127
24	30.	Declaration of Lisa Crist, filed August 19, 2009, in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 614]	BMO 001128 - 001201
25	31.	SK Foods LLC Contempt Order, entered March 30, 2011 in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 98]	BMO 0001202
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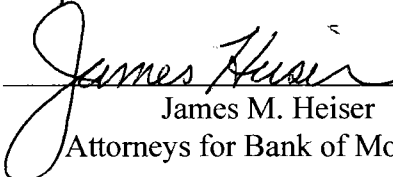
32.	Judgment in the amount of \$128,256,391 entered in favor of BMO against SK Foods LLC on September 28, 2010 in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 81]	BMO 1203
33.	Memorandum Opinion and Order, entered August 19, 2010, in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 73]	BMO 001204 - BMO 001211
34.	Affidavit of Cary Scott Collins, filed May 4, 2011, in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 101-1]	BMO 001212 - BMO 001214
35.	Affidavit of Shondale Seymour, filed June 9, 2009, in Case No. 09-29162, (Bankr.E.D. Cal.); [Dkt. No. 206]	BMO 001215 - BMO 001264
36.	Declaration of Lisa Crist in Support of Chapter 11 Petitions and First Day Pleadings, filed May 8, 2009, in Case No. 09-29162, (Bankr.E.D.Cal.); [Dkt. No. 33]	BMO 001265 - BMO 001286
37.	Bank of the West Signature Cards (produced by Bank of the West pursuant to subpoena and authenticated at BMO 1287).	BMO 001287 - BMO 001291
38.	Notice of Appearance, Request for Special Notice, filed May 28, 2009, in Case No. 09-29162, (Bankr. E.D. Cal.); [Dkt. No. 162]	BMO 001292 - BMO 001293
39.	Declaration of Donald J. Putterman, filed September 14, 2009 in Case No. 09-03479, (N.D. Ill.); [Dkt. No. 18-2]	BMO 001294 - BMO 001296
40.	Accounts Receivable Set Off Agreement, dated March 24, 2009, which was produced to BMO by the Chapter 11 Trustee.	BMO 001297 - BMO 001298
41.	Subpoena Production of CT Corporation, as Registered Agent for SK Foods LLC	BMO 001299 - BMO 001310
42.	Letter from Gary Perry, counsel to Scott Salyer, dated February 2, 2011	BMO 001311

I declare under penalty of perjury that the foregoing is true and correct. Executed on June 27, 2011, in Chicago, Illinois.

Respectfully submitted,

Dated: June 27, 2011

Chapman and Cutler LLP


James M. Heiser
Attorneys for Bank of Montreal

DECLARATION OF JAMES HEISER

11-CV-80133 MISC - EJD (HRL)